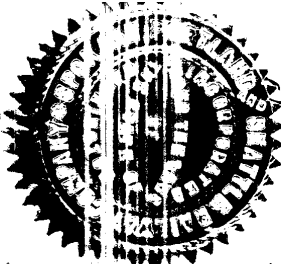


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RECORDATION NO. Filed & Recorded

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INTERSTATE COMMERCE COMMISSION



Certified True Copy

THIS INDENTURE, made and executed this 2nd day of December, 1971, by Manufacturers Hanover Trust Company, successor Trustee through merger under the first mortgage of SPOKANE, PORTLAND AND SEATTLE RAILWAY COMPANY, dated March 1, 1911, hereinafter called "Trustee,"

W I T N E S S E T H

WHEREAS, it is represented by Spokane, Portland and Seattle Railway Company that it has conveyed to National Railroad Passenger Corporation the following rolling stock:

One all-steel railroad passenger dome coach,
SP&S road number 1332;

One all-steel railroad passenger dome sleeper,
SP&S road number 306;

One all-steel railroad passenger dome coach,
SP&S road number 559; and


One all-steel railroad passenger coach, SP&S
road number 308;


in consideration of the payment by National Railroad Passenger Corporation of the sum of \$27,980.00; and,

WHEREAS, it has been made to appear to the Trustee, in the manner prescribed by Article Ninth of said first mortgage of the Company to the Trustee, dated March 1, 1911, that said railroad passenger equipment is not necessary or advantageous in the operation of any of the lines of railway described in said mortgage or for use in the business of the Company;

NOW, THEREFORE, in consideration of the sum of one dollar and other good and valuable considerations duly paid to the Trustee, the receipt whereof is hereby acknowledged, and upon due request of Spokane, Portland and Seattle Railway Company and in pursuance of the authority conferred upon the

IN WITNESS WHEREOF, the Trustee has caused this instrument to be executed by its officers thereunto duly authorized the day and year first above written.

BY:  Vice-President

BY:  Assistant Trust Officer

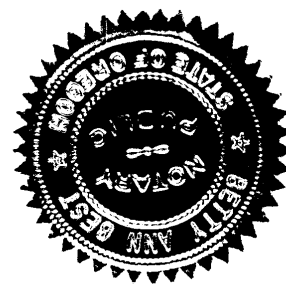
On this 24th day of December, 1971, before me, the undersigned officer, personally appeared T. C. CRANE who acknowledged himself to be a vice-president of MANUFACTURERS HANOVER TRUST COMPANY, successor Trustee through merger, under the first mortgage of Spokane, Portland and Seattle Railway Company, dated March 1, 1911, the within named corporation, and that he, as such vice-president, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the said Trust Company by himself as vice-president.

John E. Pritchard
Notary Public for New York

[illegible]

On the other hand, the *in vitro* studies have shown that the release of the active principle from the matrix is not dependent on the pH of the medium. The release of the active principle from the matrix is dependent on the pH of the medium. The release of the active principle from the matrix is dependent on the pH of the medium.

CERTIFICATION OF TRUE COPY
(OF MORTGAGE RELEASE CALLED INDENTURE)




STATE OF OREGON)
) ss.
County of Multnomah)


I, W. V. CURRIE, of Portland, Oregon, being first
duly sworn upon his oath deposes and says:

That he is a Notary Public in and for the State of
Oregon, residing at Portland, Oregon; that he is employed
as office manager in the office of Mr. H. F. Moy, Corporate
Secretary for the Spokane, Portland and Seattle Railway
Company, and that corporate documents and records of that
railroad are maintained in Portland, Oregon; that the
foregoing indenture instrument attached to this certificate
has been compared with the original indenture instrument
bearing date of December 2, 1971, SP&S Document No. 12110
and that the foregoing copy is a complete copy of the
original in all respects including the dates, signatures
and acknowledgments. That this affidavit is made for the
purpose of satisfying the requirements of the Interstate
Commerce Commission and is given pursuant to authority
providing for sale of certain railroad equipment to the
National Railroad Passenger Corporation (AMTRAK).


DATED at Portland, Oregon, this 13th day of December,
1971.


WILLIAM V. CURRIE

Subscribed and sworn to before me this 13th day of
December, 1971.


Notary Public for Oregon
My Commission Expires: 12-25-78

APPROVED AS TO FORM:


JAMES WARREN COOK, Attorney
Burlington Northern Inc.
1201 American Bank Bldg.
Portland, Oregon 97205
228-9111

ATTEST:


H. F. MOY, SECRETARY
SPOKANE, PORTLAND AND SEATTLE
RAILWAY COMPANY